



NORTH AMERICAN CAR CORPORATION

33 West Monroe
Chicago, IL U.S.A. 60603
Telephone 312.853.5000
Telex #255222

No.

Date

Fee \$

ICC Washington, D. C.

FEB 22 1983

3-053A144

February 18, 1983

RECORDATION NO. **13678-6** Filed 1426

FFB 22 1983 - 2 45 PM

INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Secretary:

I have enclosed an original and several certified, true copies of the document described below, to be recorded pursuant to section 11303 of title 49 of the U.S. Code.

This document is Rider No. 3C, a secondary document, dated as of May 12, 1982.

The primary document to which this is connected is recorded under Recordation No. 13678.

The names and addresses of the parties to the document are as follows:

Lessor: The Connecticut Bank and Trust Company,
as Trustee u/t/a dated as of 2/10/83
with General Electric Credit and
Leasing Corporation
One Constitution Plaza
Hartford, CT 06115
Attn: Corporate Trust Dept.

Lessee: North American Car Corporation
33 West Monroe
Chicago, IL 60603

A description of the equipment covered by the document follows:

2 - 3000 cu. ft. covered hopper cars, pressure
differential unloading (Class LO), SN 94539-94540.

A fee of \$10.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to the messenger presenting this document.

*This is
-B*

FEB 22 2 45 PM '83
RECEIVED
FREE OPERATION BR.

Page Two

A short summary of the document to appear in the index follows:

→ *Added to Lease 3 hoppers SN 94539-94540*

Rider No. 3C dated as of May 12, 1982, to Lease of Railroad Equipment dated as of February 10, 1982 between The Connecticut Bank and Trust Company, as Trustee u/t/a dated as of 2/10/82 with General Electric Credit and Leasing Corporation, One Constitution Plaza, Hartford, CT 06115, Attn: Corporate Trust Dept., Lessor, and North American Car Corporation, 33 West Monroe, Chicago, IL 60603, Lessee, covering the following equipment:

- 2 - 3000 cu. ft. covered hopper cars,
pressure differential unloading
(Class LO), SN 94539-94540.

Very truly yours,



Edward H. Soderstrom II

EHS/mtg
Enc.

RECORDATION NO. 13678-B Filed 1425

FEB 22 1983 -2 45 PM

INTERSTATE COMMERCE COMMISSION

C E R T I F I C A T E

I hereby certify that I have compared this certified, true copy of Rider No. 3C, dated as of May 12, 1982, to Lease of Railroad Equipment dated as of February 10, 1982, between North American Car Corporation and The Connecticut Bank and Trust Company, not individually but as Trustee under a Trust Agreement dated as of February 10, 1982 with General Electric Credit and Leasing Corporation, to the original of such Rider and that this copy is a true and correct copy in all respects.

Fred B. Baechle
Fred B. Baechle

(SEAL)

My Commission Expires 4/8/86.

RIDER TO NACC LEASE

RECORDATION NO. 13678B
FILED 1425

FFB 22 1983 - 2 45 PM
INTERSTATE COMMERCE COMMISSION

RIDER NUMBER 3C, dated as of May 12, 1982, to the LEASE OF RAILROAD EQUIPMENT, dated as of February 10, 1982 (the "Lease") between NORTH AMERICAN CAR CORPORATION, a Delaware corporation (the "Lessee"), and THE CONNECTICUT BANK AND TRUST COMPANY, a Connecticut banking corporation, acting not in its individual capacity, but as Trustee (the "Lessor") under a Trust Agreement dated as of February 10, 1982, with General Electric Credit and Leasing Corporation, a Delaware corporation.

Pursuant to Section 2 of the Lease, the units of railroad equipment described in Schedule A attached hereto (the "Units"), are hereby leased by the Lessor to the Lessee subject to the terms and conditions of the Lease.

The Lessee agrees to sublease the cars to S. T. Griswold & Co., Inc. (the "NACC Sublessee") pursuant to a sublease dated May 19, 1982, (the "NACC Sublease").

The rent for each car for the twelve month period commencing upon the designated anniversary of the delivery of that car shall be the amount indicated below:

<u>Year</u>	<u>Monthly Rental</u>
1 (Date of Delivery thru 1st anniversary)	\$ 639.33
2 (1st anniversary thru 2nd anniversary)	625.33
3 (2nd anniversary thru 3rd anniversary)	620.68
4 (3rd anniversary thru 4th anniversary)	560.00
5 (4th anniversary and thereafter)	555.33

Rent shall accrue from such time a car is placed into service of the Sublessee until that car has been removed from the service of the Sublessee. Rent for the cars shall be payable as provided in Section 3 of the Lease.

The cars shall be leased to the Lessee for a period commencing on the the date of delivery thereof to Sublessee and continuing for a period ending five (5) years from the first day of the month following the average date of delivery of such cars to Sublessee, except as provided in Section 4 of the Lease.

The Lessee warrants and represents that the representations and warranties of the Lessee in the Lease are true and correct on and as of the date hereof as though made on and as of this date.

IN WITNESS WHEREOF, the parties hereto have caused this Rider to be executed in their respective corporated names, by officers thereunto duly authorized, and their respective corporate seals to be affixed and duly attested, all as of the date first above written.

NORTH AMERICAN CAR CORPORATION

By 

(Corporate Seal)

ATTEST:

By 

THE CONNECTICUT BANK AND TRUST COMPANY,
acting not in its individual capacity but
as Trustee under a Trust Agreement dated as
of February 10, 1982, with General Electric
Credit and Leasing Corporation

(Corporate Seal)

By 

ATTEST:

By _____

AGENT

SCHEDULE A

<u>Description of Equipment (including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
3000 cubic foot covered hopper cars pressure differential unloading (15 PSI) 100-ton trucks Class LO	2	NAHX 94539-94540	94539-94540



NORTH AMERICAN CAR CORPORATION

33 West Monroe
Chicago, IL U.S.A. 60603
Telephone 312.853.5000
Telex #255222

November 19, 1982

The Connecticut Bank and Trust Company
acting not in its individual capacity but
as Trustee under Trust Agreement dated
as of February 10, 1982, with General Electric
Credit and Leasing Corporation

Re: Rider No. 3C, dated as of May 12, 1982, to
the Lease of Railroad Equipment dated February
10, 1982

Gentlemen:

Effective immediately, this letter shall amend Rider No. 3C, dated as
of May 12, 1982, to the Lease of Railroad Equipment, dated February 10, 1982,
between North American Car Corporation and The Connecticut Bank and Trust Company
by changing Section 4 to read in its entirety as follows:

"The rent for each car for the twelve month period commencing upon the
designated anniversary of the delivery of that car shall be the amount indicated
below:

<u>Year</u>	<u>Monthly Rental</u>
1 (Date of delivery thru 1st anniversary)	\$639.33
2 (1st anniversary thru 2nd anniversary)	625.33
3 (2nd anniversary thru 3rd anniversary)	620.68
4 (3rd anniversary thru 4th anniversary)	568.38
5 (4th anniversary thru 5th anniversary)	564.23

Rent shall accrue from such time a car is placed into service of the Sublessee
until that car has been removed from the service of the Sublessee. Rent for the
cars shall be payable as provided in Section 3 of the Lease."

All other terms and conditions of the aforesaid Lease shall remain in
full force and effect.

Very truly yours,

NORTH AMERICAN CAR CORPORATION

By Dwight A. Birmingham
Vice President

ACCEPTED:

GENERAL ELECTRIC CREDIT AND LEASING
CORPORATION

By [Signature]
(Title) **AGENT**
Dated: November 19, 1982

STATE OF ILLINOIS)
) SS.:
COUNTY OF COOK)

On this 4th day of August, 1982, before me personally appeared William H. [unclear], to me personally known, who, being by me duly sworn says that he is a Director - Indemnity Management Program of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Ardis M. Holzhoff
Notary Public

(Notarial Seal)

My Commission expires 5-6-86

STATE OF Connecticut)
) ss:
COUNTY OF Fairfield)

On this 2 day of February, 1982, before me personally appeared Chas. [unclear], to me personally known, who being by me duly sworn, says that he is a Agent of THE CONNECTICUT BANK AND TRUST COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Anna Marie Delahunt
Notary Public

ANNA MARIE DELAHUNT
NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 31, 1985

(Notarial Seal)